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16 Attorneys for WAYMO LLC

17 UNITED STATES DISTRICT COURT

18 NORTHERN DISTRICT OF CALIFORNIA, SAN FRANCISCO DIVISION

19 WAYMO LLC,

20 CASE NO. 3:17-cv-00939-WHA

21 Plaintiff,

22 **DECLARATION OF JEFFREY W.  
23 NARDINELLI**

24 vs.

25 UBER TECHNOLOGIES, INC.;  
26 OTTOMOTTO LLC; OTTO TRUCKING  
27 LLC,

28 Defendants.

1 I, Jeffrey W. Nardinelli, hereby declare as follows.

2 1. I am a member of the bar of the State of California and an associate with Quinn  
3 Emanuel Urquhart & Sullivan, LLP, counsel for Plaintiff Waymo LLC (“Waymo”). I make this  
4 declaration of personal, firsthand knowledge, and if called and sworn as a witness, I could and  
5 would testify competently as follows.

6 2. Attached hereto as Exhibit A is a true and correct copy of a highlighted version of  
7 the February 22, 2016 Uber/Otto term sheet, served by Defendants to Waymo on May 11, 2016.

8 3. Attached hereto as Exhibit B is a true and correct copy of a highlighted version of  
9 the Uber/Otto merger agreement, served by Defendants to Waymo on May 11, 2016.

10 4. Attached hereto as Exhibit C is a true and correct copy of a highlighted version of  
11 exhibits to the Uber/Otto merger agreement, served by Defendants to Waymo on May 11, 2016.

12 I declare under penalty of perjury under the laws of the State of California that the  
13 foregoing is true and correct.

14 DATED: May 30, 2017

15 */s/ Jeffrey W. Nardinelli*  
Jeffrey W. Nardinelli

18 **SIGNATURE ATTESTATION**

19 Pursuant to Local Rule 5-1(i)(3), I attest under penalty of perjury that concurrence in the  
20 filing of this document has been obtained from Jeff Nardinelli.  
21

22 */s/ Charles K. Verhoeven*  
Charles K. Verhoeven

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